

<i>SERFF Tracking Number:</i>	<i>MASS-126979265</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>Massachusetts Mutual Life Insurance Company</i>	<i>State Tracking Number:</i>	<i>47679</i>
<i>Company Tracking Number:</i>	<i>ENDSL14-2011</i>		
<i>TOI:</i>	<i>L09I Individual Life - Flexible Premium</i>	<i>Sub-TOI:</i>	<i>L09I.001 Single Life</i>
	<i>Adjustable Life</i>		
<i>Product Name:</i>	<i>SL14-2011 Endorsement</i>		
<i>Project Name/Number:</i>	<i>SL14-2011 Endorsement/SL14-2011 Endorsement</i>		

## Filing at a Glance

Company: Massachusetts Mutual Life Insurance Company

Product Name: SL14-2011 Endorsement	SERFF Tr Num: MASS-126979265	State: Arkansas
TOI: L09I Individual Life - Flexible Premium	SERFF Status: Closed-Approved-	State Tr Num: 47679
Adjustable Life	Closed	
Sub-TOI: L09I.001 Single Life	Co Tr Num: ENDSL14-2011	State Status: Approved-Closed
Filing Type: Form		Reviewer(s): Linda Bird
	Authors: Robin Perez, Diana Violette, Jennifer Dube, Nick Sheehan	Disposition Date: 01/24/2011
	Date Submitted: 01/11/2011	Disposition Status: Approved-Closed
Implementation Date Requested:		Implementation Date:

State Filing Description:

## General Information

Project Name: SL14-2011 Endorsement	Status of Filing in Domicile: Not Filed
Project Number: SL14-2011 Endorsement	Date Approved in Domicile:
Requested Filing Mode: Review & Approval	Domicile Status Comments:
Explanation for Combination/Other:	Market Type: Individual
Submission Type: New Submission	Individual Market Type:
Overall Rate Impact:	Filing Status Changed: 01/24/2011
	State Status Changed: 01/18/2011
Deemer Date:	Created By: Jennifer Dube
Submitted By: Jennifer Dube	Corresponding Filing Tracking Number: ENDSL14-2011

Filing Description:  
Massachusetts Mutual Life Insurance Company  
NAIC#: 435-65935  
FEIN #: 04-1590850

Forms: ENDSL14-2011 Modification to Policy Provisions Endorsement  
AMENDSL14-2011 Modification to Policy Provisions Amendment

<i>SERFF Tracking Number:</i>	<i>MASS-126979265</i>	<i>State:</i>	<i>Arkansas</i>
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<i>Product Name:</i>	<i>SL14-2011 Endorsement</i>		
<i>Project Name/Number:</i>	<i>SL14-2011 Endorsement/SL14-2011 Endorsement</i>		

The above referenced endorsement is being filed for your Division's review and approval. This form will be issued with MassMutual's policy form SL14-AR-2009, an Individual Flexible Premium Variable Adjustable Life Insurance policy, which was approved by your Department on July 15, 2008. The policies are offered for sale on a private placement basis only to persons who are "Accredited Investors" as that term is defined in Rule 501(a) of Regulation D promulgated by the Securities and Exchange Commission (the "SEC") under the 1933 Act or to "Qualified Purchasers" as that term is defined in Section 2(a)(51) of the 1940 Act. This endorsement is a new form and does not replace any forms presently in use by this Company.

The purpose of the endorsement is to change the method for calculation of the death benefit for private placement life insurance policies that are invested in hedge funds that have delayed liquidity. The existing policy form provides that the death benefit calculation and payment will be delayed until all of the underlying investments are liquid. The new endorsement will use the reported value of all investments as of the date of death of the insured to calculate the death benefit. This will allow for more prompt payment of death claims and is consistent with the applicable reinsurance treaties covering these policies. This is also consistent with the method of valuing underlying investments for registered variable life insurance policies.

Form AMENDSL14-2011 will be issued in connection with previously approved policy form SL14-AR-2009 as well as SL14-2002 (approved by your Department on December 6, 2002) to address the same needs as outlined above for the Endorsement. The amendment will only be issued if the underlying policyholder consents. The amendment is also a new form and does not replace any forms presently in use by the Company.

## Company and Contact

### Filing Contact Information

Jennifer Dube, Compliance Assistant	JenniferDube@massmutual.com
1295 State Street	860-562-3685 [Phone] 23685 [Ext]
MIP: M381	860-562-6109 [FAX]
Sprigfield, MA 01111-0001	

### Filing Company Information

Massachusetts Mutual Life Insurance Company	CoCode: 65935	State of Domicile: Massachusetts
1295 State Street	Group Code: 435	Company Type:
MIP: M381	Group Name:	State ID Number:
Springfield, MA 01111	FEIN Number: 04-1590850	
(800) 767-1000 ext. [Phone]		

SERFF Tracking Number: MASS-126979265 State: Arkansas  
Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number: 47679  
Company Tracking Number: ENDSL14-2011  
TOI: L09I Individual Life - Flexible Premium Sub-TOI: L09I.001 Single Life  
Adjustable Life  
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## Filing Fees

Fee Required? Yes  
Fee Amount: \$150.00  
Retaliatory? Yes  
Fee Explanation: \$75 x 2 forms  
Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Massachusetts Mutual Life Insurance Company	\$150.00	01/11/2011	43648984

SERFF Tracking Number: MASS-126979265 State: Arkansas

Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number: 47679

Company Tracking Number: ENDSL14-2011

TOI: L09I Individual Life - Flexible Premium Sub-TOI: L09I.001 Single Life  
Adjustable Life

Product Name: SL14-2011 Endorsement

Project Name/Number: SL14-2011 Endorsement/SL14-2011 Endorsement

## Correspondence Summary

### Dispositions

Status	Created By	Created On	Date Submitted
Approved-Closed	Linda Bird	01/24/2011	01/24/2011
Approved-Closed	Linda Bird	01/18/2011	01/18/2011

### Amendments

Schedule	Schedule Item Name	Created By	Created On	Date Submitted
Form	Modification to Policy Provisions Endorsement	Nick Sheehan	01/21/2011	01/21/2011
Form	Modification to Policy Provisions Amendment	Nick Sheehan	01/21/2011	01/21/2011
Supporting Document	Revised Letter	Nick Sheehan	01/21/2011	01/21/2011

### Filing Notes

Subject	Note Type	Created By	Created On	Date Submitted
Submission Letter	Note To Filer	Linda Bird	01/21/2011	01/21/2011
Submission Letter	Note To Reviewer	Nick Sheehan	01/20/2011	01/20/2011

SERFF Tracking Number:	MASS-126979265	State:	Arkansas
Filing Company:	Massachusetts Mutual Life Insurance Company	State Tracking Number:	47679
Company Tracking Number:	ENDSL14-2011		
TOI:	L09I Individual Life - Flexible Premium	Sub-TOI:	L09I.001 Single Life
	Adjustable Life		
Product Name:	SL14-2011 Endorsement		
Project Name/Number:	SL14-2011 Endorsement/SL14-2011 Endorsement		

## Disposition

Disposition Date: 01/24/2011

Implementation Date:

Status: Approved-Closed

Comment: Changes have been made to the documents to reflect the correct form numbers.

Rate data does NOT apply to filing.

SERFF Tracking Number: MASS-126979265 State: Arkansas

Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number: 47679

Company Tracking Number: ENDSL14-2011

TOI: L09I Individual Life - Flexible Premium Sub-TOI: L09I.001 Single Life  
Adjustable Life

Product Name: SL14-2011 Endorsement

Project Name/Number: SL14-2011 Endorsement/SL14-2011 Endorsement

Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Flesch Certification		No
Supporting Document	Application		No
Supporting Document	Health - Actuarial Justification		No
Supporting Document	Outline of Coverage		No
Supporting Document (revised)	Revised Letter		Yes
Supporting Document	Letter	Replaced	Yes
Form (revised)	Modification to Policy Provisions Endorsement		Yes
Form	Modification to Policy Provisions Endorsement	Replaced	Yes
Form (revised)	Modification to Policy Provisions Amendment		Yes
Form	Modification to Policy Provisions Amendment	Replaced	Yes

SERFF Tracking Number:	MASS-126979265	State:	Arkansas
Filing Company:	Massachusetts Mutual Life Insurance Company	State Tracking Number:	47679
Company Tracking Number:	ENDSL14-2011		
TOI:	L09I Individual Life - Flexible Premium	Sub-TOI:	L09I.001 Single Life
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Product Name:	SL14-2011 Endorsement		
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## Disposition

Disposition Date: 01/18/2011

Implementation Date:

Status: Approved-Closed

Comment:

Rate data does NOT apply to filing.

SERFF Tracking Number: MASS-126979265 State: Arkansas

Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number: 47679

Company Tracking Number: ENDSL14-2011

TOI: L09I Individual Life - Flexible Premium Sub-TOI: L09I.001 Single Life  
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Supporting Document	Outline of Coverage		No
Supporting Document (revised)	Revised Letter		Yes
Supporting Document	Letter	Replaced	Yes
Form (revised)	Modification to Policy Provisions Endorsement		Yes
Form	Modification to Policy Provisions Endorsement	Replaced	Yes
Form (revised)	Modification to Policy Provisions Amendment		Yes
Form	Modification to Policy Provisions Amendment	Replaced	Yes



SERFF Tracking Number: MASS-126979265 State: Arkansas  
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 TOI: L09I Individual Life - Flexible Premium Sub-TOI: L09I.001 Single Life  
 Adjustable Life  
 Product Name: SL14-2011 Endorsement  
 Project Name/Number: SL14-2011 Endorsement/SL14-2011 Endorsement

## Amendment Letter

Submitted Date: 01/21/2011

### Comments:

The changes have been made to the documents to reflect the correct form numbers.

### Changed Items:

#### Form Schedule Item Changes:

#### Form Schedule Item Changes:

Form Number	Form Type	Form Name	Action	Form Action Other	Previous Filing #	Replaced Form #	Readability Score	Attachments
ENDSL14-2010	Policy/Contr act/Fraternal to Policy Certificate: Provisions Amendment, Endorsement Insert	Modification Initial					0.000	SL14 Death Payout Endorsement (3).pdf
AMENDSL14-2010	Policy/Contr act/Fraternal to Policy Certificate: Provisions Amendment, Amendment Insert	Modification Initial					0.000	SL14 Death Payout amendment (2).pdf

#### Supporting Document Schedule Item Changes:

#### User Added -Name: Revised Letter

Comment:

Amendment and Endorsement Cover Ltr revised.pdf



## Note To Reviewer

Nick Sheehan on 01/20/2011 08:33 AM

Nick Sheehan

01/20/2011 08:33 AM

## Submission Letter

It has come to our attention that the form numbers on the submission letter do not match the form numbers on the endorsement and amendment. The form numbers on the submission letters should have read as follows: ENDSL14-2010 and AMENDSL14-2010. We are sorry for any inconvenience this may have caused.

SERFF Tracking Number: MASS-126979265 State: Arkansas

Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number: 47679

Company Tracking Number: ENDSL14-2011

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Adjustable Life

Product Name: SL14-2011 Endorsement

Project Name/Number: SL14-2011 Endorsement/SL14-2011 Endorsement

## Form Schedule

Lead Form Number: ENDSL14-2011

Schedule Item Status	Form Number	Form Type Form Name	Action	Action Specific Data	Readability	Attachment
	ENDSL14-2010	Policy/Cont Modification to Policy Initial ract/Fratern Provisions al Endorsement Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Policy Initial		0.000	SL14 Death Payout Endorsement (3).pdf
	AMENDSL14-2010	Policy/Cont Modification to Policy Initial ract/Fratern Provisions al Amendment Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Policy Initial		0.000	SL14 Death Payout amendment (2).pdf

## ENDORSEMENT

### Modification of Policy Provisions

This Policy was changed before it was signed by Us.

1. In **Part 1. Defined Terms and Important Concepts of this Policy** the following changes are made:

- (i) The definition of the term “In Force” is modified by restating the first sentence in the second paragraph as follows:

This policy will continue In Force until the earlier of the death of the Insured or the effective date of your surrender of the policy, provided:

2. In **Part 4. Life Benefits**, the following changes are made:

- (i) In the section entitled “Right to Surrender”, the last paragraph is replaced in its entirety with the following:

This policy may be surrendered for its Cash Surrender Value. If You have any Policy Account Value allocated to any division that requires advance notice for withdrawals, You must provide Us with advance notice in Good Order of Your intent to surrender the policy sufficient for Us to provide the advance notice for withdrawals from the applicable division(s) as set forth on the Schedule Pages. Surrender will be effective on the last applicable Liquidity Date of the applicable divisions. After the effective date of surrender of the Policy, it will no longer be In Force. If You have allocated Policy Account Value to more than one division and they have different Liquidity Dates, We will process partial withdrawals of Policy Account Value on the Liquidity Dates for the applicable divisions, continue to deduct Monthly Charges and reduce the Selected Face Amount as described below under Requesting Withdrawals. On the last applicable Liquidity Date, the surrender will be effective, death benefit coverage will cease, and We will pay the final surrender proceeds within seven (7) days of the last applicable Liquidity Date.

3. In **Part 5. The Death Benefit**, the following changes are made:

- (i) In the section entitled “Policy Liquidation Value” the first sentence of the second paragraph is replaced in its entirety with the following:

We determine the value of each division of the Separate Account as of each division’s most recent Valuation Date on or preceding the date of the Insured’s death.

- (ii) In the section entitled “Minimum Face Amount”, the example is replaced in its entirety with the following:

*The date of death is May 15, 20X2. The Minimum Face Amount is determined using the Valuation Dates of April 30, 20X2 for divisions that have the last business day of the calendar month as their Asset Valuation Date (assuming that April 30, 20X2 is a business day) and May 15, 20X2 for divisions that have each day the New York Stock Exchange is open for trading as their Asset Valuation Date (assuming the New York Stock Exchange is open for trading on May 15, 20X2). Using these Valuation Dates, the Policy Liquidation Value as of May 15, 20X2 is \$500,000.*

- (iii) In the section entitled “Payment and Adjustments to Death Benefit Amounts” the first sentence of the third paragraph is restated as follows:

After We receive the death claim in Good Order and We determine the Policy Liquidation Value, We will pay the death benefit in a single sum.


Also in the section entitled “Payment and Adjustments to Death Benefit Amounts” the 4<sup>th</sup>, 5<sup>th</sup>, 6<sup>th</sup>, 7<sup>th</sup>, 8<sup>th</sup>, 9<sup>th</sup>, 10<sup>th</sup>, 11<sup>th</sup> and 12<sup>th</sup> paragraphs are deleted in their entirety.

- (iv) In the section entitled “Interest on Death Benefit” the first sentence of the first paragraph is restated as follows:

We will add interest on the death benefit as may be required under applicable state law.

- (vi) Also in the section entitled “Interest on Death Benefit” the two bullets after the first sentence and the second paragraph are deleted in their entirety.

**Massachusetts Mutual Life Insurance Company**

  
Secretary

**AMENDMENT**  
**Modification of Policy Provisions**

**Policy No.:** [0 000 000]  
**Insured:** [JOHN A DOE]  
**Date of Change:** [December 1, 2010]

This policy was changed as of the Amendment Date shown above.

1. In **Part 1. Defined Terms and Important Concepts of this Policy** the following changes are made:

- (i) The definition of the term “In Force” is modified by restating the first sentence in the second paragraph as follows:

This policy will continue In Force until the earlier of the death of the Insured or the effective date of your surrender of the policy, provided:

2. In **Part 4. Life Benefits**, the following changes are made:

- (i) In the section entitled “Right to Surrender”, the last paragraph is replaced in its entirety with the following:

This policy may be surrendered for its Cash Surrender Value. If You have any Policy Account Value allocated to any division that requires advance notice for withdrawals, You must provide Us with advance notice in Good Order of Your intent to surrender the policy sufficient for Us to provide the advance notice for withdrawals from the applicable division(s) as set forth on the Schedule Pages. Surrender will be effective on the last applicable Liquidity Date of the applicable divisions. After the effective date of surrender of the Policy, it will no longer be In Force. If You have allocated Policy Account Value to more than one division and they have different Liquidity Dates, We will process partial withdrawals of Policy Account Value on the Liquidity Dates for the applicable divisions, continue to deduct Monthly Charges and reduce the Selected Face Amount as described below under Requesting Withdrawals. On the last applicable Liquidity Date, the surrender will be effective, death benefit coverage will cease, and We will pay the final surrender proceeds within seven (7) days of the last applicable Liquidity Date.

3. In **Part 5. The Death Benefit**, the following changes are made:

- (i) In the section entitled “Policy Liquidation Value” the first sentence of the second paragraph is replaced in its entirety with the following:

We determine the value of each division of the Separate Account as of each division’s most recent Valuation Date on or preceeding the date of the Insured’s death.

- (ii) In the section entitled “Minimum Face Amount”, the example is replaced in its entirety with the following:

*The date of death is May 15, 20X2. The Minimum Face Amount is determined using the Valuation Dates of April 30, 20X2 for divisions that have the last business day of the calendar month as their Asset Valuation Date (assuming that April 30, 20X2 is a business day) and May 15, 20X2 for divisions that have each day the New York Stock Exchange is open for trading as their Asset Valuation Date (assuming the New York Stock Exchange is open for trading on May 15, 20X2). Using these Valuation Dates, the Policy Liquidation Value as of May 15, 20X2 is \$500,000.*

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**Massachusetts Mutual Life Insurance Company**

  
Secretary



SERFF Tracking Number:	MASS-126979265	State:	Arkansas
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## Supporting Document Schedules

	Item Status:	Status Date:
<b>Satisfied - Item:</b>	Revised Letter	
<b>Comments:</b>		
<b>Attachment:</b>		
Amendment and Endorsement Cover Ltr revised.pdf		



January 21, 2011

Mr. John Shields  
Arkansas Department of Insurance  
Commerce and Insurance  
1200 West 3rd Street  
Little Rock, AR 72201-1904

**RE: Massachusetts Mutual Life Insurance Company**  
**NAIC#: 435-65935**  
**FEIN #: 04-1590850**

**Forms:** ENDSL14-2010 Modification to Policy Provisions Endorsement  
AMENDSL14-2010 Modification to Policy Provisions Amendment

Dear Sir/Madam:

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The purpose of the endorsement is to change the method for calculation of the death benefit for private placement life insurance policies that are invested in hedge funds that have delayed liquidity. The existing policy form provides that the death benefit calculation and payment will be delayed until all of the underlying investments are liquid. The new endorsement will use the reported value of all investments as of the date of death of the insured to calculate the death benefit. This will allow for more prompt payment of death claims and is consistent with the applicable reinsurance treaties covering these policies. This is also consistent with the method of valuing underlying investments for registered variable life insurance policies.

Form AMENDSL14-2010 will be issued in connection with previously approved policy form SL14-AR-2009 as well as SL14-2002 (approved by your Department on December 6, 2002) to address the same needs as outlined above for the Endorsement. The amendment

will only be issued if the underlying policyholder consents. The amendment is also a new form and does not replace any forms presently in use by the Company.

The required certifications and fees if applicable are enclosed. Please direct all correspondence and questions regarding this filing to my attention. Thank you for your assistance.

Sincerely,

*Jennifer Dube*

Jennifer Dube  
Compliance Assistant  
860-562-3685  
jenniferdube@massmutual.com

SERFF Tracking Number: MASS-126979265 State: Arkansas

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## Superseded Schedule Items

Please note that all items on the following pages are items, which have been replaced by a newer version. The newest version is located with the appropriate schedule on previous pages. These items are in date order with most recent first.

Creation Date:	Schedule	Schedule Item Name	Replacement Creation Date	Attached Document(s)
01/11/2011	Form	Modification to Policy Provisions Endorsement	01/21/2011	SL14 Death Payout Endorsement (3).pdf
01/11/2011	Form	Modification to Policy Provisions Amendment	01/21/2011	SL14 Death Payout amendment (2).pdf
01/11/2011	Supporting Letter Document		01/21/2011	Amendment and Endorsement Cover Ltr.pdf (Superseded)



January 11, 2011

Mr. John Shields  
Arkansas Department of Insurance  
Commerce and Insurance  
1200 West 3rd Street  
Little Rock, AR 72201-1904

**RE: Massachusetts Mutual Life Insurance Company**  
**NAIC#: 435-65935**  
**FEIN #: 04-1590850**

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Sincerely,

*Jennifer Dube*

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